

L020000014776

(Requestor's Name)

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☐ PICK-UP

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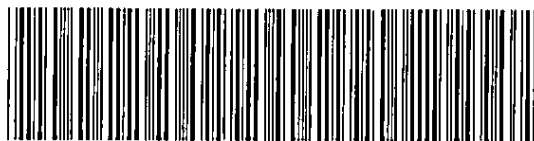
(Business Entity Name)

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JAN 28 2020

CT CORP

3458 Lakeshore Drive, Tallahassee, FL 32312
850-656-4724

Date: 1/24/2020

Acc#I20160000072

en: c SW

Name:	YELLOWFIN MERGER SUB LLC - NOVABONE PRODUCTS, LLC
Document #:	
Order #:	12595371 - 3

Certified Copy of Arts & Amend:	<input type="checkbox"/>		
Plain Copy:	<input type="checkbox"/>		
Certificate of Good Standing:	<input type="checkbox"/>		
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Apostille/Notarial Certification:	<input type="checkbox"/>	Country of Destination:	
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Amount: \$ **50.00**

Thank you!

ARTICLES OF MERGER
ARTICLES OF MERGER
OF
YELLOWFIN MERGER SUB LLC
with and into
NOVABONE PRODUCTS, LLC

Dated January 24, 2020

FILED
2020 JAN 27 PM 12:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The following Articles of Merger (these "Articles") are submitted to merge (the "Merger") the following Florida Limited Liability Companies in accordance with the provisions of Section 605.1025 of the Florida Revised Limited Liability Companies Act (the "FRLICA"):

1. Name of Each Merging Party. The name, entity type, and jurisdiction of each merging party is as follows:

Yellowfin Merger Sub LLC, a Florida limited liability company ("Merging LLC")

2. Name of Each Surviving Party. The name, entity type, and jurisdiction of each surviving party is as follows:

NovaBone Products, LLC, a Florida limited liability company (the "Surviving LLC")

3. Approval of Merger. The merger was approved by each domestic merging entity that is a limited liability company in accordance with Sections 605.1021-605.1026 of the FRLICA.

4. Surviving Entity. The Surviving LLC exists before the merger and is a domestic filing entity. The Articles of Organization of the Surviving LLC are being amended and restated in connection with the filing of these Articles and the Surviving LLC's Amended and Restated Articles of Organization are attached hereto as Exhibit A.

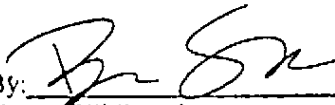
5. Appraisal Rights. The Surviving LLC agrees to pay any members with appraisal rights the amount to which members are entitled under Sections 605.1006 and 605.1061-1072 of the FRLICA.

6. Effective Time. The Merger shall be effective upon the filing of these Articles with the Secretary of State of the State of Florida (the "Effective Time").
7. Counterparts; Facsimile Signatures. These Articles may be executed in one or more counterparts, each of which shall be deemed an original, but all of which together shall constitute one document. Facsimile or other electronically scanned and transmitted signatures shall be deemed originals for all purposes of these Articles.

[SIGNATURE PAGE FOLLOWS]

IN WITNESS WHEREOF, the undersigned have executed these Articles of Merger as of the date first set forth above.

MERGING LLC:
YELLOWFIN MERGER SUB LLC

By: 
Name: Bill Stoval
Title: Manager

SURVIVING LLC:
NOVABONE PRODUCTS, LLC

By: _____
Name: Arthur C. Wotiz
Title: President

IN WITNESS WHEREOF, the undersigned have executed these Articles of Merger as of the date first set forth above.

MERGING LLC:
YELLOWFIN MERGER SUB LLC

By: _____
Name: Bill Stoval
Title: Manager

SURVIVING LLC:
NOVABONE PRODUCTS, LLC

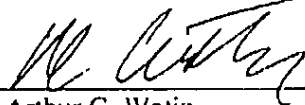
By:  _____
Name: Arthur C. Wotiz
Title: President

EXHIBIT A TO ARTICLES OF MERGER

**AMENDED AND RESTATED
ARTICLES OF ORGANIZATION
OF
NOVABONE PRODUCTS, LLC
(a Florida limited liability company)**

Dated January 24, 2020

The Articles of Organization of NovaBone Products, LLC were filed on June 13, 2002 and assigned Florida document number L02000014776. The Company hereby amends and restates its Articles of Organization pursuant to Section 605.0202, Florida Statutes as follows:

ARTICLE I.

Name

The name of the Limited Liability Company is "NOVABONE PRODUCTS, LLC" (the "Company").

ARTICLE II.

Principal Office

The mailing address and street address of the principal office of the Company is: 13510 NW US Highway 441, Alachua, FL 32615.

ARTICLE III.

Registered Agent

The name of the registered agent of the Company is Simon Wilson, and the street address of the Company's registered agent is 8060 Bryan Dairy Rd, Largo, FL 33777.

These Amended and Restated Articles of Organization are hereby executed by the undersigned Authorized Representative of the Company.

By: 

Name: Bill Stoval

Title: Authorized Representative

Acceptance of Appointment of Registered Agent

I, Simon Wilson, having been named the Registered Agent of **NOVABONE PRODUCTS, LLC**, hereby accepts such designation and is familiar with, and accepts, the obligations of such position, as provided in Chapter 605 of Florida Statutes.

Signature: 

Date: January 24, 2020